

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

SECURITIES AND EXCHANGE COMMISSION)

Plaintiff,)

v.)

PATRICIA B. ROCKLAGE, WILLIAM M.
BEAVER, and DAVID G. JONES)

Defendants.)

C.A. No. 05 CV 10074 MEL

**UNOPPOSED MOTION FOR LEAVE TO FILE REPLY MEMORANDUM
IN SUPPORT OF MOTION TO RECONSIDER ORDER DENYING
MOTION TO DISMISS OR, IN THE ALTERNATIVE, TO CERTIFY ORDER
FOR INTERLOCUTORY APPEAL UNDER 28 U.S.C. §1292(b)**

Defendants William M. Beaver and David G. Jones seek leave to file the Reply Memorandum attached hereto as Attachment A. The Reply is necessary to respond to an argument made in plaintiff Securities and Exchange Commission's Opposition to Defendants' Motion to Reconsider Order Or, In the Alternative, to Certify Order for Interlocutory Appeal. Counsel for the plaintiff has informed counsel for defendants that it does not oppose this motion for leave.

Respectfully submitted,
WILLIAM M. BEAVER

DAVID G. JONES

By his attorneys,

By his attorneys,

/s/ David E. Marder

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CERTIFICATE OF SERVICE

I hereby certify that a true copy of the above document was served upon the following counsel electronically through the ECF System and by first class mail, postage prepaid, on October 14, 2005:

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/s/ David E. Marder
David E. Marder

ATTACHMENT A

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

SECURITIES AND EXCHANGE COMMISSION)
)
Plaintiff,)
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PATRICIA B. ROCKLAGE, WILLIAM M.)
BEAVER, and DAVID G. JONES)
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Defendants.)

C.A. No. 05 CV 10074 MEL

**REPLY MEMORANDUM IN SUPPORT OF MOTION TO RECONSIDER ORDER
DENYING MOTION TO DISMISS OR, IN THE ALTERNATIVE, TO CERTIFY
ORDER FOR INTERLOCUTORY APPEAL UNDER 28 U.S.C. §1292(b)**

On September 27, 2005, Plaintiff Securities and Exchange Commission filed its Opposition to Defendants' Motion to Reconsider Order Or, In the Alternative, to Certify Order for Interlocutory Appeal. In that filing, the Commission argued that the defendants' motion would have no effect on defendants William M. Beaver and David G. Jones. See Opposition, at 11.

Defendants strongly disagree with the Commission's argument. Defendants Beaver and Jones addressed this same argument in connection with the briefing on the original motion to dismiss. In Defendant William M. Beaver's Reply to Plaintiff's Opposition to Motion to Dismiss, filed on April 28, 2005, Beaver explained in detail that tippee liability is derivative and that any finding that defendant Rocklage is not liable requires a finding that her alleged tippees

are not liable as well. Rather than burden the Court with further briefing on this subject, defendants Beaver and Jones hereby incorporate by reference the April 28, 2005 Reply.

Respectfully submitted,

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By his attorneys,

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Dated: October 14, 2005